STATE OF TENNESSEE

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> HERBERT H. SLATTERY, III ATTORNEY GENERAL AND REPORTER

> > August 25, 2015

David Montgomery Moore, Esq. Smith, Gambrell & Russell, LLP 1230 Peachtree Street N.E., STE 3100 Atlanta, Georgia 30309

RE: Memphis Regional Intermodal Facility (TNR153856)
Response to NS Submittal of Notice of Termination

David:

On July 20, 2015, TDEC received a certified Notice of Termination from Norfolk Southern (NS)(copy enclosed). In order to maintain consistency in communication, and because my office is already taking the lead on this site, the decision was made for the State's correspondence concerning this issue to be sent over my letterhead. In view of the NOT, and in accordance with Section 8.1.2. of the General National Pollution Discharge Elimination System Permit for Discharges of Stormwater Associated with Construction Activities (CGP), a site visit was conducted on August 5, 2015. Based upon the findings from the site visit, the request for termination of coverage under the general permit is hereby denied by TDEC.

On the submitted NOT form, and cover letter under which it was sent, the NS representative indicated that the "permitted area has a uniform 70% permanent cover OR has equivalent measures such as rip rap or geotextiles, in areas not covered with impervious surfaces." The definition of upon which this statement must be premised articulates that final stabilization means that "a uniform density (e.g., evenly distributed, without large bare areas) perennial vegetative cover with a uniform density of at least 70 percent . . . for the area has been established . . . and all slopes and channels have been permanently stabilized against erosion." The site visit of August 5, 2015, evidences that final stabilization has not been achieved in accordance with the CGP. While the site is mostly stable, a few areas remain that should be addressed, per the enclosed inspection report and accompanying photographs. Once these deficiencies are satisfactorily addressed, NS

should re-submit the NOT.

Sincerely, Recel There

PHILLIP R. HILLIARD

Senior Counsel (615) 741-4612

ENCS: Copy of NOT Submittal received July 20, 2015 Copy of August 5, 2015, Inspection Report and Photographs

Ce: Edward M. Callaway, Esq., Waller Lansden Dortch & Davis Patrick N. Parker, Esq. TDEC-OGC Jessica Murphy, TDEC-NCO Joellyn Brazile, TDEC-MEFO



TENNESSEE DEPARTMENT OF ENVIRONMENT AND CONSERVATION

Division of Water Resources

William R. Snodgrass Tennessee Tower, 312 Rosa L. Parks Avenue, 11th Floor, Nashville TN 37243 1-888-891-8332 (TDEC)

Compliance Inspection for General NPDES Permit for Stormwater Discharges from Construction Activities (CGP)

Site/Project Name: Memphis Regional Intermodal Facility Railway Company			l Facility (IMF) - Norfolk Southern				NPDES Tracking Number: Date Coverage was Issued		TNR153856			
								ge was	sissued	13-DEC-13 01-DEC-13		
Street Address or 3000 Norfolk Southern Wa			rfolk Southern Way,	, Fayette County, Tennessee				Start date:		31-OCT-14		
Location:							mated end date:		35.02694			
Site Convert temporary sediment control basins into Description: basins. Continue vegetating areas disturbed d										-89.5733		
Des	cription:	basins.	Continue vegetating a	1	during near construction.							
Cor	unty(ies): Faye	tte	EFO: Memphis	MS4 Jurisdicti	on: N/A			Total Acres:	Acres Disturbed: 40			
_								Total Acres.				
Nar	ne of Permittee (D	eveloper	Operator): Norfolk S	Southern Railw	ay Co	mpany						
Nar	ne of Official Cont	tact: Ar	nthony Caruso	Email: Anth	ony.C	aruso@	nscorp.cor	n		Contact Phor	ne: 901-375-9477	
Add	dress: 120	00 Peacht	ree St. NE, 7-142	City: Atlant	a					State: GA	Zip: 30309	
Che	ck List (office & fiel	d checks)			Yes	No	Comments					
1	Does the site have	CGP cov	erage?		X							
2	Is NOC posted on	site?						Not observed				
3	Have the site cont	ractors si	gned the NOI?				Only '	WCA Land Development had signed onto the coverage				
4	Is the current SW	PPP avail	able for review?		X			MEFO fil	MEFO file copy reviewed			
5	Are EPSCs in acc	ordance v	vith SWPPP?					See	See Comments			
6	Are EPSCs install	led proper	ly and functional?					See	See Comments			
7	Are inspection rep	ports avai	lable on site?					Not observ	Not observed/not requested			
8	Is the proper buff				X							
9	Inactive areas stat	bilized in	14 days? (7 days for s	teep slopes?)				Not complete and	d stable	e – see comme	ents	
10	Are more than 50	acres dis	turbed at one time?			X						
11	Has sediment disc	charged o	ff site?					Not	confir	med		
12			to waters of the State	?				Not	confir	med		
13	Are there unautho	orized alte	rations to waters of th	e State?		X						
14			xisting ARAP? If so,			X						
15			or unusual problems			X						
16			no constrrelated SW			X						
	neral Comments:											
Se	e attached inspect	tion note	s and comments.									
_												
							, , , , , , , , , , , , , , , , , , , ,					
	Routine X		Comprehensive		Con	nplaint		Follow Up	1	Termin	nation	
	Site Contact (if avai		0 84 6	44 TE41				ignature:			Date:	
On-Site Contact Name (Print): On-Site Contact Title:					3	ignature.			Date.			
TD	EC Personnel/Infor	mation							Mem		nental Field Office	
Inspector's Name (Print): Signature:					D	ate: August 13, 2015		8383 Wolf J Bartlett, Ten				
Cliff Caudle					7	ime: 04:03 PM		Inspector	's Phone:			
						1	III C. UT.UJ I IVI		901-37	1-3028		

SITE NAME:

Norfolk Southern Regional Intermodal Facility

LOCATION:

3000 Norfolk Southern Way, Fayette County, Tennessee

SITE ID#:

TNR153856

INSPECTION DATE:

August 13, 2015

INSPECTION TIME:

4:03 PM

INSPECTORS:

Cliff Caudle, Joellyn Brazile/Tennessee Department of Environment and

Conservation (TDEC) Division of Water Resources (Division)

OTHERS PRESENT:

Robin Hagerty/AMEC; Anthony Caruso/Norfolk Southern Railroad

WEATHER:

~ 89 °F, partly cloudy

Cliff Caudle and Joellyn Brazile of the Tennessee Division of Water Resources (Division) performed a compliance inspection of the Norfolk Southern Regional Intermodal Facility in Fayette County, Tennessee in response to the submittal of a certified Notice of Termination (NOT). Division personnel were accompanied on the inspection by Ms. Robin Hagerty of AMEC and Mr. Anthony Caruso of Norfolk Southern.

Observations:

Areas west of the Loop Track were mostly very well-vegetated, including the area around Outfall 34. Very minor, sporadic gullying was observed, mostly in areas covered by Weeping Love Grass. One area of approximately 100 S.F. was unstable and gullied.

Sediment Basin 2/Permanent Basin 1/Outfall 30 - Weir construction was complete and the basin had been fully converted to post-development detention configuration with no wet storage. The basin was overall very well vegetated.

Sediment Basin 3/Permanent Basin 2/Outfall 31 - Weir construction complete and the basin had been fully converted to post-development detention configuration with no wet storage. The basin was overall very well vegetated.

Bare soil was observed off the gravel turnaround near the southeast corner of Permanent Basin 4 (former Sediment Basin 1) (Photo 1).

The side slopes of Sediment Basin 1/Permanent Basin 4 had minor gullying on some slopes, but were mostly well-vegetated. The low-flow channel had a sandy bottom, possibly mimicking former Stream 5, which previously flowed through this area from southwest to northeast (Photo 2). Erosion, including gullies, was observed around the slotted box outfall structure, particularly on the slope north of the box, under the walkway and around the walkway piers (Photos 3-5). Reddish-brown colored staining was observed on the outfall structure indicating sediment-laden water has risen several feet in the basin and possibly discharged toward SW9 and Stream 5. Red staining noted 3-4 feet up the outside of the box outfall structure.

The basin around Pipe 12 was very well vegetated.

As noted in the 2013 inspection, areas south of SR 57 around the Lead Track appeared to be stable with vegetation southward to Outfall 9.

Former Sediment Basin 8, which trends north and south along the east side of the storage tracks, had been decommissioned and converted to a storm water conveyance under the individual permit. The western slope of the conveyance had been stabilized with riprap. From the vicinity of Outfall 9

northward, the slopes were well-stabilized. Channel bottoms below the two outfall pipes at Outfall 9 were bare sand.

The east ditch/conveyance was stable from light pole 132 northward. South of light pole 132, one severe slump/washout (Photo 6) and several minor slump/washouts were observed. The large rip-rap bench/slope repair had been enhanced and enlarged from the original repair.

The area immediately south of the Trailer and Stacking Spaces (concrete) was very well stabilized.

The upper and side slopes of Sediment Basin 4/Permanent Basin 3 had been stabilized and were well-vegetated. The only unstable areas were the sandy bottoms of the low-flow channels in the basin.

Former Sediment Basin 5 was fully converted and very well vegetated.

The site did not appear to meet requirements for termination of permit coverage per section 8 of the Tennessee Construction General Permit (CGP).

TNR153856 - Norfolk Southern Intermodal Facility Photos

Permit No.:	Site Location:	Permittee:	Date:	Time On-Site
TNR153856	3000 Norfolk Southern Way, Rossville, Fayette Co., TN	Norfolk Southern Railway	August 5, 2015	04:03 PM

Photo No. Prepared by:

1 Cliff Caudle

Description

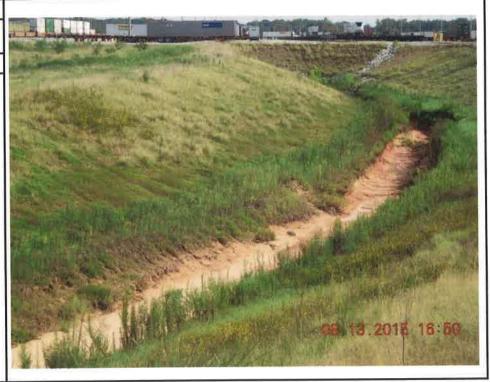
View showing unstable, bare soil on the upper slope near the southeast corner of permanent basin 4 (previously sediment basin 1).



Photo No.	Photographer		
2	Cliff Caudle		

Description

View showing unstable, gullied lower slopes along the low-flow channel in the western arm of permanent basin 4 (previously sediment basin 1).



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TNR153856	3000 Norfolk Southern Way, Rossville, Fayette Co., TN	Norfolk Southern Railway	August 5, 2015	04:03 PM

Photo No. Photographer 3 Cliff Caudle

Description

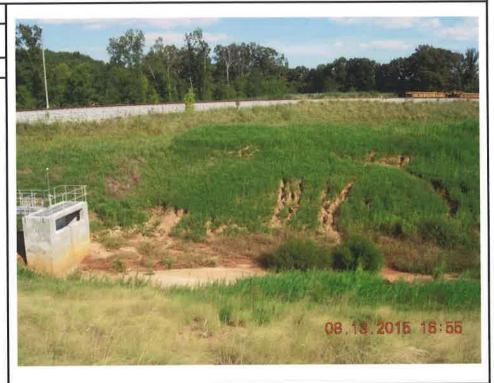
View northeast toward the north end of permanent basin 4 (previously sediment basin 1). Reddish-brown colored staining was observed on the outfall structure indicating sediment-laden water has risen several feet in the basin and possibly discharged toward SW9 and Stream 5.



Photo No.	Photographer		
4	Cliff Caudle		

Description

View of gullied slopes at the north end of permanent basin 4 (previously sediment basin 1). Reddish-brown colored staining was observed on the outfall structure indicating sediment-laden water has risen several feet in the basin and possibly discharged toward SW9 and Stream 5.



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Photo No. Photographer

3 Cliff Caudle

Description

View of severe gullying under the walkway to the outfall structure at the north end of permanent basin 4 (previously sediment basin 1).



Photo No.	Photographer		
6	Cliff Caudle		

Description

View northeastward showing a major slump/erosion feature in the eastern slope of the east drainage ditch, which trends north – south along the east side of the tracks.

